

FILED IN THE
UNITED STATES
BANKRUPTCY COURT
2001 JAN 19 P 4:02
WILLIAM C. STILLGEBAUER
CLERK OF COURT
MM

Kent W. Plott (USB No. 5336)
Scott Lundberg (USB No. 2020)
Lundberg & Associates
3269 South Main Street, Suite 100
Salt Lake City, UT 84115
(801) 263-3400

Attorneys for Dawn to Dusk and Poplar Grove, LLC
L&A Case No. 20950

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH
CENTRAL DIVISION

In re: J.D. Services, Inc., Debtor.	Bankruptcy No. 00C-29460 (a Chapter 7 case)
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APPLICATION FOR PAYMENT OF ADMINISTRATIVE EXPENSES ARISING AFTER
COMMENCEMENT OF THE CASE PURSUANT TO 11 U.S.C. §503(b)

Pursuant to the provisions of 11 U.S.C. §503 (b), Dawn to Dusk, a trust organization, and Poplar Grove, L.L.C., a limited liability company, by and through counsel, hereby makes this application for the allowance and payment of administrative expenses and respectfully represents to the Court as follows:

1. That on September 1, 2000, Poplar Grove, L.L.C., payor agent for Dawn to Dusk, caused to be sent, by bank wire, to First Utah Bank, Salt Lake City, Utah (account number 41000427), for the benefit of JD Services, Inc., the sum of \$40,051.25. Such monies were received in such account and acquired for the benefit of such JD Services, Inc. Such monies were so wired to such account after such JD Services, Inc. advised the representative of Dawn to Dusk

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and Poplar Grove, L.L.C. that an activation of telephone time for such Dawn to Dusk in the amount of \$40,051.25 had occurred. A description of such activation is described in Exhibit A attached hereto.

2. That on September 6, 2000, Poplar Grove, L.L.C., payor agent for Dawn to Dusk, caused to be wired to the account of JD Services, Inc. at First Security Bank, West Valley City, Utah, for the second time, the sum of \$40,051.25. In connection with such wire, Poplar Grove, L.L.C. and Dawn to Dusk were falsely told by one or more representatives of JD Services, Inc. that the wire described in paragraph 1 hereinbefore had not been received.

3. That a representative of Poplar Grove, L.L.C., after learning that the aforesaid described wire of September 1, 2000 had, in fact, been received by JD Services, Inc., was advised by a representative of such JD Services, Inc. that the wire of September 6, 2000 could not be returned because JD Services, Inc. was in bankruptcy. Accordingly, it was agreed that the monies wired would then be applied to any future activations completed by JD Services, Inc. for the benefit of Dawn to Dusk.

4. That on September 7, 2000, JD Services, Inc. made an additional activation for the benefit of Dawn to Dusk as described on Exhibit B attached hereto.

5. That by memorandum dated September 21, 2000 (Exhibit C), Dawn to Dusk and Poplar Grover, L.L.C. were advised by the trustee in this matter that all telephone time previously

represented to be activated/issued by JD Services, Inc. was reportedly being terminated.

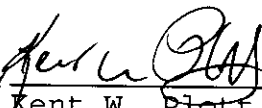
6. Based on the representation contained in such aforesaid memorandum dated September 21, 2000, Dawn to Dusk has not received any benefit for the \$40,051.25 wire sent to JD Services, Inc. on September 6, 2000 nor has Dawn to Dusk received any benefit for, at the very least, \$36,046.25 of the wire that was sent to JD Services, Inc. on September 1, 2000.

7. That such Dawn to Dusk (and Poplar Grove, L.L.C. acting on behalf of Dawn to Dusk in the payment of monies to such JD Services, Inc.) has substantially enhanced the bankruptcy estate, after the commencement of the bankruptcy proceeding on August 24, 2000, in the amount of, at the very least, \$76,097.50.

WHEREFORE, Dawn to Dusk and Poplar Grove, L.L.C. herewith respectfully move this Court that such Dawn to Dusk be paid, as an administrative expense under 11 U.S.C. §503(b), the amount of \$76,097.50.

DATED: Jan 19, 2001.

LUNDBERG & ASSOCIATES

By 
Kent W. Plott
Attorneys for Creditor

CERTIFICATE OF SERVICE

I hereby certify that, on 1/19/00, I caused a copy of the APPLICATION FOR PAYMENT OF ADMINISTRATIVE EXPENSES ARISING AFTER COMMENCEMENT OF THE CASE PURSUANT TO 11 U.S.C. §503(b) to be mailed to the following:

Joel T. Marker
William Thomas Thurman
McKay, Burton & Thurman
#10 East South Temple Street, #600
Salt Lake City, UT 84133
Attorneys for Debtor

R. Kimball Mosier
Parsons, Davies, Kinghorn & Peters
185 South State Street, Suite 700
Salt Lake City, UT 84111
Chapter 7 Trustee

Kenneth L. Cannon, II
LeBoeuf, Lamb, Greene & McRae
1000 Kearns Building
136 South Main Street
Salt Lake City, UT 84101
Attorney for Chapter 7 Trustee

U.S. Trustee
9 Exchange Place
Boston Building, Suite 100
Salt Lake City, UT 84111



Exhibit
A

Activation

From: Dawn to Dusk

JD Services 1844 S. 3850 W.
Salt Lake City UT 84104
Fax: 801-972-4487 Phone:
801-972-4090

Acct. # 954364

PO Date	Place by	Date Expected	PO Number	Wire Confirmation
8/31/00	dmj	8/31/00	0067	

Activation# 70

Stock#	Qty	Beginning Sequence#	Ending Sequence#	Price	Retail Total	Wholesale Total
4832	500	45501	46000	\$5.00	\$2,500.00	\$1,275.00
4832	200	49376	49573	\$5.00	\$1,000.00	\$510.00
4832	500	57001	57500	\$5.00	\$2,500.00	\$1,275.00
4833	175	52976	53150	\$10.00	\$1,750.00	\$892.50
4833	200	48801	49000	\$10.00	\$2,000.00	\$1,020.00
4833	1500	45501	47000	\$10.00	\$15,000.00	\$7,650.00
4834	350	18251	18600	\$20.00	\$7,000.00	\$3,570.00
4834	50	13401	13450	\$20.00	\$1,000.00	\$510.00
4834	75	15751	15825	\$20.00	\$1,500.00	\$765.00
4835	100	19501	19600	\$5.00	\$500.00	\$265.00
4835	50	9401	9450	\$5.00	\$250.00	\$132.50
4835	400	81301	81700	\$5.00	\$2,000.00	\$1,060.00
4836	200	112801	113000	\$10.00	\$2,000.00	\$1,060.00
4836	175	14851	15025	\$10.00	\$1,750.00	\$927.50
4836	450	10701	11150	\$10.00	\$4,500.00	\$2,385.00
4837	25	33876	33900	\$20.00	\$500.00	\$265.00
4837	175	6626	6800	\$20.00	\$3,500.00	\$1,855.00
4837	100	4201	4300	\$20.00	\$2,000.00	\$1,060.00
4838	275	7376	7650	\$5.00	\$1,375.00	\$701.25
4838	100	4401	4500	\$5.00	\$500.00	\$255.00
4839	75	12501	12575	\$10.00	\$750.00	\$382.50
4839	200	7101	7300	\$10.00	\$2,000.00	\$1,020.00
4840	25	1676	1700	\$20.00	\$500.00	\$255.00

Summary for 'Activation# = 70 (23 detail records)

\$56,375.00

\$29,091.25

Grand Total Due: **\$29,091.25**

Thursday, November 16, 2000

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Activation

From: Dawn to Dusk

**JD Services 1844 S. 3850 W.
 Salt Lake City UT 84104
 Fax: 801-972-4487 Phone:
 801-972-4090**

Acct. # 954364

PO Date	Place by	Date Expected	PO Number	Wire Confirmation
8/31/00	dmj	8/31/00	0068	

Activation# 71

Stock#	Qty	Beginning Sequence#	Ending Sequence#	Price	Retail Total	Wholesale Total
4832	1000	58501	59500	\$5.00	\$5,000.00	\$2,550.00
4835	500	14751	15250	\$5.00	\$2,500.00	\$1,325.00
4836	600	20501	21100	\$10.00	\$6,000.00	\$3,180.00
4838	100	111901	112000	\$10.00	\$1,000.00	\$530.00
4837	100	8801	8900	\$20.00	\$2,000.00	\$1,060.00
4837	25	36076	36100	\$20.00	\$500.00	\$265.00
60114	200	4501	4700	\$10.00	\$2,000.00	\$1,020.00
60115	100	2001	2100	\$20.00	\$2,000.00	\$1,020.00
Summary for 'Activation# = 71 (8 detail records)					\$21,000.00	\$10,950.00

Grand Total Due: \$10,950.00

Thursday, November 16, 2000

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FORREY

Activations@JDSERVICES.net

IN# 83594

From.

JEServices 1844 S. 3850 W

SEP 07 2000

Exhibit C

09/21/00 19:48:39 EDT

JDS -> Beau Johnson

PAGE 001



TO: JDS DISTRIBUTORS
FROM: R. KIMBALL MOSIER, CHAPTER 7 TRUSTEE
SUBJECT: NOTICE OF TERMINATION OF SERVICES
DATE: 9/21/00
CC:

Please be advised that I have been appointed as the bankruptcy trustee for the Chapter 7 case of J D Services, Inc. A copy of my appointment is attached hereto. I am writing to inform you that effective 5:30 p.m. EST today, September 21, 2000, JDS' Chapter 11 bankruptcy case was converted to a bankruptcy case under Chapter 7. Service on all JDS cards has been terminated.

JDS has been working nonstop since its Chapter 11 filing to ensure the ongoing success of the company and the protection of all of its distributors. Unfortunately, due to a severe drop in cash flow, coupled with a continued steady influx of minutes hitting its switches from cards already existing in the marketplace, JDS has been unable to satisfy all of its post-petition obligations with its creditors. JDS has been working to line up outside financing in the form of an equity investment or acquisition but has been unsuccessful in securing this financing.

AS A PHONE CARD DISTRIBUTOR, IT IS YOUR RESPONSIBILITY TO REMOVE ALL JDS CARDS FROM YOUR RETAIL ACCOUNTS IMMEDIATELY.

I will be sending you additional information in the immediate future. I deeply regret that the current situation is upon us and that JDS will no longer be able to serve you.

1890 SOUTH 3850 WEST SALT LAKE CITY, UTAH 84104 (801) 872-4080 FAX (801) 872-4487